ANNUAL REPORTS

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FINANCIAL STATEMENTS OF SUBSIDIARY AND STEP DOWN SUBSIDIARY

OF

TAMILNADU PETROPRODUCTS LIMITED

FOR

FY 2019-20

- **Certus Investment & Trading Limited, Mauritius, WOS**
- **Certus Investment and Trading (S) Private Limited, Singapore, SDS**

CERTUS INVESTMENT & TRADING LIMITED
AND ITS SUBSIDIARY

FINANCIAL STATEMENTS

FOR THE YEAR ENDED

31 MARCH 2020

CERTUS INVESTMENT & TRADING LIMITED AND ITS SUBSIDIARY

FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2020

CONTENTS	**PAGES**

CORPORATE DATA

			Date of appointment
DIRECTORS	:	Ashwin Chidambaram Muthiah	05 November 2001
		Zakir Hussein Niamut	19 December 2011
		Sashikala Srikanth	22 March 2019
		Pravesh Beeharry	18 September 2017
REGISTERED OFFICE	:	IFS Court, Bank Street TwentyEight Cybercity Ebene 72201 Mauritius	
ADMINISTRATOR SECRETARY AND MAURITIAN TAX AGENT	:	SANNE Mauritius IFS Court, Bank Street TwentyEight Cybercity Ebene 72201 Mauritius	
AUDITORS	:	Nexia Baker & Arenson Chartered Accountants 5th Floor, C&R Court 49, Labourdonnais Street Port Louis Mauritius	
BANKER	:	AfrAsia Bank Limited Nexteracom Tower III 18 Cybercity Ebene Mauritius	

CERTUS INVESTMENT & TRADING LIMITED AND ITS SUBSIDIARY

COMMENTARY OF THE DIRECTORS
FOR THE YEAR ENDED 31 MARCH 2020

The directors present the audited financial statements of **CERTUS INVESTMENT & TRADING LIMITED** (the "Company") and Certus Investment and Trading (S) Private Limited (the "Subsidiary") (together referred as the "Group"), for the year ended 31 March 2020.

PRINCIPAL ACTIVITY

The principal activity of the Company is to act as an investment holding company and that of its subsidiary, Certus Investment and Trading (S) Private Limited, incorporated in the Republic of Singapore is to carry out the business of sales of industrial chemical.

The Company had another wholly owned subsidiary, Proteus Petrochemicals Private Limited, a company incorporated in the Republic of Singapore. However, Petrochemical has wound up its operations during the year under review.

RESULTS AND DIVIDEND

The results of the Group for the year are shown in the statement of profit or loss and other comprehensive income and related notes.

No dividend has been paid or declared for the year under review (2019: USD Nil).

DIRECTORS

The present membership of the Board is set out on page 2. All directors served office during the financial year under review.

DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

Company law requires the directors to prepare financial statements for each financial year, which present fairly the financial position, financial performance and cash flows of the Group and the Company. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that Group and the Company will continue in business.

The directors have confirmed that they have complied with the above requirements in preparing the financial statements.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Group and the Company and to enable them to ensure that the financial statements comply with the Mauritius Companies Act 2001. They are also responsible for safeguarding the assets of the Group and the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

AUDITORS

The auditors, **Nexia Baker & Arenson**, have indicated their willingness to continue in office until the next Annual Meeting.

CERTIFICATE FROM THE SECRETARY UNDER SECTION 166 (d) OF THE MAURITIUS COMPANIES ACT 2001

We certify to the best of our knowledge and belief that we have filed with the Registrar of Companies all such returns as are required of **CERTUS INVESTMENT & TRADING LIMITED** under the Mauritius Companies Act 2001 during the financial year ended 31 March 2020.

For SANNE Mauritius
Secretary

Registered office:

IFS Court, Bank Street
TwentyEight
Cybercity
Ebene 72201
Mauritius

Date: 21 May 2020

Nexia
Baker & Arenson

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INDEPENDENT AUDITORS' REPORT

TO THE SHAREHOLDER OF CERTUS INVESTMENT & TRADING LIMITED AND ITS SUBSIDIARY

Report on the Financial Statements

Opinion

We have audited the financial statements of **CERTUS INVESTMENT & TRADING LIMITED (the "Company") and its subsidiary together referred to as (the "Group")**, set out on pages 8 to 34 which comprise the statement of financial position as at 31 March 2020, and the statement of profit or loss and other comprehensive income, statements of changes in equity and statement of cash flows for the year then ended and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements give a true and fair view of the financial position of the Group and the Company as at 31 March 2020, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) and comply with the Mauritius Companies Act 2001.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with International Ethics Standards Board for Accountants (IESBA Code), Code of Ethics for Professional Accountants, and we have fulfilled our other ethical responsibilities in accordance with IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The directors are responsible for the other information. The other information comprises the Commentary of the Directors and the Certificate from the Secretary. The other information does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Directors' Responsibilities for the Financial Statements

The directors are responsible for the preparation and fair presentation of these financial statements in accordance with IFRSs and in compliance with the requirements of the Mauritius Companies Act 2001, and for such internal control as the directors determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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INDEPENDENT AUDITORS' REPORT

TO THE SHAREHOLDER OF CERTUS INVESTMENT & TRADING LIMITED AND ITS SUBSIDIARY

Report on the Financial Statements (continued)

Directors' Responsibilities for the Financial Statements (continued)
In preparing the financial statements, the directors are responsible for assessing the Group and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intends to liquidate the Group and the Company or to cease operations, or has no realistic alternative but to do so.

Auditors' Responsibilities for the Audit of the Financial Statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also,

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the director's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group's and Company's to cease to continue as a going concern.

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INDEPENDENT AUDITORS' REPORT

TO THE SHAREHOLDER OF CERTUS INVESTMENT & TRADING LIMITED AND ITS SUBSIDIARY

Report on the Financial Statements (continued)

Auditors' Responsibilities for the Audit of the Financial Statements (continued)

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Other Matter

This report is made solely to the Company's shareholder, as a body, in accordance with Section 205 of the Mauritius Companies Act. Our audit work has been undertaken so that we might state to the Company's shareholder, as a body, those matters that we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's shareholder, as a body, for our audit work, for this report, or for the opinions we have formed.

Report on Other Legal and Regulatory Requirements

Mauritius Companies Act 2001

We have no relationship with or interests in the Company and its subsidiary other than in our capacity as auditors.

We have obtained all information and explanations we have required.

In our opinion, proper accounting records have been kept by the Company as far as it appears from our examination of those records.

Date: **21 May 2020**

CERTUS INVESTMENT & TRADING LIMITED AND ITS SUBSIDIARY

STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2020

	Notes	The Group		The Company	
		2020	2019	**2020**	2019
		USD	USD	**USD**	USD
ASSETS					
Non-current asset					
Investment in subsidiary company	6			**1,875,340**	1,875,340
Current assets					
Advances and prepayments	7	**10,165**	25,103	**13,503,525**	2,188
Cash and cash equivalents		**16,906,222**	16,354,946	**1,902,810**	14,318,799
		16,916,387	16,380,049	**15,406,335**	14,320,987
Total assets		**16,916,387**	16,380,049	**17,281,675**	16,196,327
EQUITY AND LIABILITIES					
Capital and reserves					
Stated capital	8	**20,419,000**	20,419,000	**20,419,000**	20,419,000
Revenue deficit		**(3,520,343)**	(4,078,085)	**(3,148,853)**	(4,250,385)
		16,898,657	16,340,915	**17,270,147**	16,168,615
Current liabilities					
Payable and accruals	9	**13,670**	28,308	**7,468**	16,886
Tax liability	5	**4,060**	10,826	**4,060**	10,826
		17,730	39,134	**11,528**	27,712
Total equity and liabilities		**16,916,387**	16,380,049	**17,281,675**	16,196,327

Approved by the Board for issue on 21 May 2020 and signed on its behalf by:

Director **Director**

The notes on pages 13 to 34 form an integral part of these financial statements.

CERTUS INVESTMENT & TRADING LIMITED AND ITS SUBSIDIARY

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2020

	Notes	The Group		The Company	
		2020	2019	**2020**	2019
		USD	USD	**USD**	USD
Income					
Interest	10	**632,244**	449,858	**554,742**	385,104
Other credits		**-**	4,457	**-**	-
Distribution income	11	**599,140**	-	**599,140**	-
		1,231,384	454,315	**1,153,882**	385,104
Expenses					
Administration expenses		**22,408**	24,696	**-**	-
Licence fees		**2,650**	2,500	**2,650**	2,500
Audit fees		**9,815**	2,890	**5,515**	2,890
Bank charges		**1,966**	665	**1,355**	665
Professional fees		**17,209**	18,198	**27,405**	18,198
Expected credit loss		**4,695**	-	**-**	-
		58,743	48,949	**36,925**	24,253
Operating profit for the year		**1,172,641**	405,366	**1,116,957**	360,851
Taxation	5	**(15,425)**	(10,763)	**(15,425)**	(10,826)
Profit for the year		**1,157,216**	394,603	**1,101,532**	350,025
Other comprehensive income					
Items that will not be reclassified subsequently to		**-**	-	**-**	-
Items that may be classified subsequently to profit or loss		**-**	-	**-**	-
Total comprehensive income for the year		**1,157,216**	394,603	**1,101,532**	350,025

The notes on pages 13 to 34 form an integral part of these financial statements.

CERTUS INVESTMENT & TRADING LIMITED AND ITS SUBSIDIARY

STATEMENTS OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2020

The Group

	Stated capital	Revenue deficit	Total
	USD	USD	USD
At 01 April 2018	20,419,000	(4,472,688)	15,946,312
Total comprehensive income for the year	-	394,603	394,603
At 31 March 2019	20,419,000	(4,078,085)	16,340,915
Total comprehensive income for the year	-	1,157,216	1,157,216
Elimination of subsidiary company	-	(599,474)	(599,474)
At 31 March 2020	**20,419,000**	**(3,520,343)**	**16,898,657**

The notes on pages 13 to 34 form an integral part of these financial statements.

CERTUS INVESTMENT & TRADING LIMITED AND ITS SUBSIDIARY

STATEMENTS OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2020 (CONTINUED)

The Company

	Stated capital	Revenue deficit	Total
	USD	USD	USD
At 01 April 2018	20,419,000	(4,600,410)	15,818,590
Total comprehensive income for the year	-	350,025	350,025
At 31 March 2019	20,419,000	(4,250,385)	16,168,615
Total comprehensive income for the year	-	1,101,532	1,101,532
At 31 March 2020	**20,419,000**	**(3,148,853)**	**17,270,147**

CERTUS INVESTMENT & TRADING LIMITED AND ITS SUBSIDIARY

STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2020

		The Group		The Company	
	Notes	**2020**	2019	**2020**	2019
		USD	USD	**USD**	USD
Cash flows from operating activities					
Profit before taxation		**1,172,641**	405,366	**1,116,957**	360,851
Adjustments for:					
Elimination of subsidiary company		**(599,474)**	-	**-**	-
Interest income		**(632,244)**	(449,858)	**(554,742)**	(385,104)
Operating (loss)/profit before working capital changes		**(59,077)**	(44,492)	**562,215**	(24,253)
Decrease/(increase) in advances and prepayments		**14,938**	(1,146)	**(1,337)**	88
Decrease in payable and accruals		**(14,638)**	(2,031)	**4,413**	(1,256)
Cash (used in)/from operating activities		**(58,777)**	(47,669)	**565,291**	(25,421)
Income tax paid	5	**(22,191)**	(7,306)	**(22,191)**	(7,306)
Net cash (used in)/from operating activities		**(80,968)**	(54,975)	**543,100**	(32,727)
Cash flows from investing activities					
Interest received		**632,244**	449,858	**23,619**	-
Advance to subsidiary company	12 (i)	**-**	-	**(13,500,000)**	(13,500,000)
Advance repaid by subsidiary company	12 (i)	**-**	-	**-**	13,505,000
Interest repaid by subsidiary company	12 (i)	**-**	-	**531,123**	424,843
Net cash from/(used in) investing activities		**632,244**	449,858	**(12,945,258)**	429,843
Cash flows from financing activity					
Amount paid to shareholder	12 (iii)	**-**	-	**(13,831)**	-
Net cash used in financing activity		**-**	-	**(13,831)**	-
Net increase/(decrease) in cash and cash equivalents		**551,276**	394,883	**(12,415,989)**	397,116
Cash and cash equivalents at beginning of the year		**16,354,946**	15,960,063	**14,318,799**	13,921,683
Cash and cash equivalents at end of the year		**16,906,222**	16,354,946	**1,902,810**	14,318,799

The notes on pages 13 to 34 form an integral part of these financial statements.

1. General information

The Company was incorporated in Mauritius on 30 October 2001 under the Companies Act 1984, now replaced by the Companies Act 2001, as a private company with liability limited by shares and holds a Category 1 Global Business Licence issued by the Financial Services Commission. The address of the Company's registered office is at IFS Court, Bank Street, TwentyEight, Cybercity, Ebene 72201, Mauritius

The financial statements comprise the financial statements of the Company and its subsidiary. The financial statements the Group are presented in United States Dollar ("USD"), which is the Group functional and presentation currency.

The principal activity of the Company is to act as an investment holding company. The principal activities of the subsidiary company is described on page 3.

2. Basis of preparation

(a) *<u>Statement of compliance</u>*

The financial statements are prepared in accordance with and comply with International Financial Reporting Standards ("IFRS").

(b) *<u>Basis of measurement</u>*

The financial statements have been prepared on a historical cost basis except for financial assets and liabilities which are measured at fair value.

(i) *Functional and presentation currency*

The Group's and the Company's functional and presentation currency is USD and all values are rounded to the nearest Dollar. USD is the currency of the primary economic environment in which the Group and the Company operate and their performance are evaluated and its liquidity is managed in USD.

(ii) *Transactions and balances*

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are retranslated at year-end exchange rates and differences in exchange are accounted for in the statement of profit or loss and other comprehensive income.

2. Basis of preparation (continued)

(c) *Use of estimates and judgment*

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the end of the reporting period and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

(d) *Basis of consolidation*

The financial statements incorporate the result of CERTUS INVESTMENT & TRADING LIMITED (the parent company) and that of its subsidiary, Certus Investment & Trading (S) Private Limited, collectively referred to as the "Group". The reporting period of the parent company and the Subsidiary is 31 March 2020. The results for Proteus Petrochemical Private Limited have been consolidated till 31 July 2019 as it has wound up its operations. Subsidiaries are all entities over which the Company has the power to govern the financial and operating policies generally accompanying a shareholding of more than one half of the voting rights. Subsidiaries are from the date on which control is transferred to the Company. They are de-consolidated from the date that control ceases.

(e) *Going concern*

The Group's and Company's management have made an assessment of their ability to continue as a going concern.

Following the COVID-19 pandemic affecting the global economic sector around the world, the directors are of opinion that the Group and Company will not be materially impacted and will be able to meet its obligations as they fall due over the next twelve months.

Accordingly, the financial statements have been prepared on the going concern basis which assumes that the Group and Company will continue in operational existence for the foreseeable future.

3. Accounting policies

(a) Financial assets measured at amortised cost

A debt instrument is measured at amortised cost if it is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The Group and the Company include in this category advances and cash and cash equivalents.

3. Accounting policies (continued)

(b) Financial liabilities measured at amortised cost

This category includes all financial liabilities, other than those measured at fair value through profit or loss. The Group and the Company includes in this category payable and accruals.

(c) Impairment of non-financial assets

At end of each reporting period, the Group and the Company review the carrying amounts of its assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Group and the Company estimate the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is higher of fair value less costs to sell and value in use. If the recoverable amount of an asset (or cash generating unit) is estimated to be less that its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the statement of profit or loss and other comprehensive income.

When an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the statement of profit or loss and other comprehensive income.

(d) Investments in subsidiary companies

A subsidiary is an entity including unincorporated and special purpose entity that is controlled by the group. Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities accompanying a shareholding of more than one half of the voting rights or the majority of votes at meetings of the board of directors. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the group controls another entity. In the Company's own separate financial statements, the investments in subsidiaries are stated at cost less any provision in impairment in value. Impairment loss recognised in profit and loss for a subsidiary is reversed only if there has been a change in estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. The net book values of the subsidiaries are not necessarily indicative of the amounts that would be realised in a current market exchange.

3. Accounting policies (continued)

(e) Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, cash at bank, demand deposits and other short-term highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of change in value.

(f) Related parties

Parties are considered to be related if one party has the ability to control (directly or indirectly) the other party or exercise significant influence over the other party in making financial and operating decisions.

(g) Provisions

Provisions are recognised when the Group and the Company have a present obligation (legal or constructive) as a result of a past event, it is probable that the Group and the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

(h) Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated customer returns, rebates and other similar allowances.

(i) Sales of goods

Revenue from the sale of goods is recognised when all the following conditions are satisfied:

(i) the Group and the Company have transferred to the buyer the significant risks and rewards of the ownership of the goods;
(ii) the Group and the Company retain neither continuing managerial involvement to the degree usually associated with ownership not effective control over the goods sold;
(iii) the amount of the revenue can be measured reliably;
(iv) it is probable that the economic benefits associated with the transaction will flow to the entities; and
(v) the costs incurred or to be incurred in respect of the transaction can be measured reliably.

(j) Expense recognition

Expenses are accounted for in the statement of profit or loss and other comprehensive income on an accrual basis.

3. Accounting policies (continued)

(k) Interest income

Interest income is recognised on the accrual basis

(l) Dividend income

Dividend income is recognised when the shareholders' rights to receive payment have been established.

(m) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or scale. All other borrowing costs are recognised in the statement of profit or loss and other comprehensive income in the period in which they are incurred.

(n) Income tax

Income tax expense represents the sum of the tax currently payable and deferred tax.

The currently payable is based on taxable profit for the year. Taxable profit differs from the profit reported in the statement of profit or loss and other comprehensive income because it excludes income or expense items that are taxable or deductible in other years and items that are not taxable or tax deductible. The Group's and the Company's liability for current tax are calculated using tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computing taxable profit, and are accounted for using the liability method.

Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which those deduction temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit not the accounting profit.

3. Accounting policies (continued)

(o) Deferred tax

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised based on the tax rates (and tax laws) that have been enacted or substantively enacted by end of each reporting period. Deferred tax is charged or credited to the statement of profit or loss and other comprehensive income, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group and the Company intend to settle its current tax assets and liabilities on a net basis.

Current and deferred tax are recognised as an expense statement of profit or loss and other comprehensive income, except when they relate to items credited or debited directly to equity, in which case the tax is also recognised directly in equity, or where they arise from the initial accounting for a business combination. In the case of a business combination, the tax effect is taken into account in calculating goodwill or determining the excess of the acquirer's interest in the net fair value of the acquirer's identifiable assets, liabilities and contingent liabilities over cost.

(p) Functional and foreign currency

Functional currency

Items included in the financial statements of the Group and the Company are measured using the currency that best reflects the economic substance of the underlying events and circumstances relevant to entity. The financial statements of the Group and the Company are presented in United States Dollars, which is the functional currency of the Group and the Company.

Foreign currency transactions

Transactions in foreign currencies are translated to the functional currencies of the respective entities in the Group and the Company at the exchange rates on the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at end of the reporting period are retranslated to the functional currency at the exchange rates on that date. Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at the exchange rates on the dates that the fair value was determined.

The monetary assets and liabilities of foreign operations are translated to United States Dollars at the exchange rates at end of the reporting period. Non-monetary assets are translated to United States Dollars at historical rate. The income and expenses of foreign operations are translated to United States Dollars at average exchange rates for the year.

3. Accounting policies (continued)

(p) Functional and foreign currency (continued)

Foreign exchange differences are recognised in the currency translation reserve. When a foreign operation is disposed of, in part or in full, the relevant amount in the currency translation reserve is transferred to the statement of profit or loss and other comprehensive income.

(q) Stated capital

Ordinary shares are classified as equity.

(r) Payable

Payable is stated at its nominal value.

(s) Advance receivable

Advance receivable are financial assets with fixed or predeterminable payments that are not quoted in an active market. Such assets are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, advance receivable are measured at amortised cost using the effective interest method, less any impairment losses.

(t) Changes in accounting policies

Standards and amendments that are effective for annual periods beginning on or after 1 January 2019

- ***IFRS 16 'Leases'***

IFRS 16 'Leases' replaces IAS 17 'Leases' along with three Interpretations (IFRIC 4 'Determining whether an Arrangement contains a Lease', SIC 15 'Operating Leases-Incentives' and SIC 27 'Evaluating the Substance of Transactions Involving the Legal Form of a Lease'). IFRS 16 introduces new or amended requirements with respect to lease accounting. It introduces significant changes to lessee accounting by removing the distinction between operating and finance lease and requiring the recognition of a right-of-use asset and a lease liability at commencement for all leases, except for short-term leases and leases of low value assets. In contrast to lessee accounting, the requirements for lessor accounting have remained largely unchanged. The standard is not expected to impact the Group and the Company as it is not relevant to the Group's and the Company's activities.

3. Accounting policies (continued)

(t) Changes in accounting policies (continued)

Standards and amendments that are effective for annual periods beginning on or after 1 January 2019 (continued)

• IFRIC 23 Uncertainty over Income Tax Treatments

The Group and the Company has adopted IFRIC 23 for the first time in the current year. IFRIC 23 sets out how to determine the accounting tax position when there is uncertainty over income tax treatments. The Interpretation requires the Group and the Company to:

- determine whether uncertain tax positions are assessed separately or as a group; and
- assess whether it is probable that a tax authority will accept an uncertain tax treatment used, or proposed to be used, by an entity in its income tax filings:
  – If yes, the Group and the Company should determine its accounting tax position consistently with the tax treatment used or planned to be used in its income tax filings.
  – If no, the Group and the Company should reflect the effect of uncertainty in determining its accounting tax position using either the most likely amount or the expected value method.

The adoption of IFRIC 23 has no impact on the Group's and the Company's financial statements.

• IFRS 9 Prepayment Features with Negative Compensation (Amendments to IFRS 9)

The Group and the Company has adopted the amendments to IFRS 9 for the first time in the current year. The amendments to IFRS 9 clarify that for the purpose of assessing whether a prepayment feature meets the 'solely payments of principal and interest' (SPPI) condition, the party exercising the option may pay or receive reasonable compensation for the prepayment irrespective of the reason for prepayment. In other words, financial assets with prepayment features with negative compensation do not automatically fail SPPI.

The adoption of IFRS 9 did not have any impact on the Group's and the Company's financial statements.

• IAS 28 Long-term Interests in Associates and Joint Ventures (Amendments to IAS 28)

The amendment clarifies that IFRS 9, including its impairment requirements, applies to other financial instruments in an associate or joint venture to which the equity method is not applied. These include long-term interests that, in substance, form part of the entity's net investment in an associate or joint venture. The standard is not expected to impact the Company as it is not relevant to the Group's and the Company's activities.

CERTUS INVESTMENT & TRADING LIMITED AND ITS SUBSIDIARY

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2020

3. Accounting policies (continued)

(t) Changes in accounting policies (continued)

Standards and amendments that are effective for annual periods beginning on or after 1 January 2019 (continued)

• Annual Improvements to IFRS 2015-2017 Cycle

The Annual Improvements include amendments to four Standards:

➢ **IAS 12 Income Taxes**

The amendments clarify that the Group and the Company should recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the Group and the Company originally recognised the transactions that generated the distributable profits. This is the case irrespective of whether different tax rates apply to distributed and undistributed profits. The standard has no impact on the Group's and the Company's financial statements.

➢ **IAS 23 Borrowing Costs**

The amendments clarify that if any specific borrowing remains outstanding after the related asset is ready for its intended use or sale, that borrowing becomes part of the funds that an entity borrows generally when calculating the capitalisation rate on general borrowings. The statndard has no impact on the Group's and the Company's financial statements.

➢ **IFRS 3 Business Combinations**

The amendments clarify that when the Group's and the Company obtains control of a business that is a joint operation, the Group's and the Company applies the requirements for a business combination achieved in stages, including remeasuring its previously held interest (PHI) in the joint operation at fair value. The PHI to be remeasured includes any unrecognised assets, liabilities and goodwill relating to the joint operation. The standard has no impact on the Group's and the Company's financial statements.

➢ **IFRS 11 Joint Arrangements**

The amendments clarify that when a party that participates in, but does not have joint control of, a joint operation that is a business obtains joint control of such a joint operation, the Group and the Company does not remeasure its PHI in the joint operation. The standard has no impact on the Group's and the Company's financial statements.

3. Accounting policies (continued)

(t) Changes in accounting policies (continued)

Standards and amendments that are effective for annual periods beginning on or after 1 January 2019 (continued)

• Plan Amendment, Curtailment or Settlement (Amendments to IAS 19)

The amendments clarify that the past service cost (or of the gain or loss on settlement) is calculated by measuring the defined benefit liability (asset) using updated assumptions and comparing benefits offered and plan assets before and after the plan amendment (or curtailment or settlement) but ignoring the effect of the asset ceiling (that may arise when the defined benefit plan is in a surplus position). IAS 19 is now clear that the change in the effect of the asset ceiling that may result from the plan amendment (or curtailment or settlement) is determined in a second step and is recognised in the normal manner in other comprehensive income. The paragraphs that relate to measuring the current service cost and the net interest on the net defined benefit liability (asset) have also been amended. The Group and the Company will now be required to use the updated assumptions from this remeasurement to determine current service cost and net interest for the remainder of the reporting period after the change to the plan. In the case of the net interest, the amendments make it clear that for the period post plan amendment, the net interest is calculated by multiplying the net defined benefit liability (asset) as remeasured under IAS 19:99 with the discount rate used in the remeasurement (also taking into account the effect of contributions and benefit payments on the net defined benefit liability (asset)).

The standard is not expected to impact the Group and the Company as it is not relevant to the Group's and the Company's activities.

Standards, amendments and Interpretations to existing Standards that are not yet effective and have not been adopted early by the Company

• IFRS 17 Insurance Contracts

IFRS 17 establishes the principles for the recognition, measurement, presentation and disclosure of insurance contracts and supersedes IFRS 4 Insurance Contracts. IFRS 17 outlines a general model, which is modified for insurance contracts with direct participation features, described as the variable fee approach. The general model is simplified if certain criteria are met by measuring the liability for remaining coverage using the premium allocation approach. The general model uses current assumptions to estimate the amount, timing and uncertainty of future cash flows and it explicitly measures the cost of that uncertainty. It takes into account market interest rates and the impact of policyholders' options and guarantees.

3. Accounting policies (continued)

(t) Changes in accounting policies (continued)

Standards, amendments and Interpretations to existing Standards that are not yet effective and have not been adopted early by the Company (continued)

• ***IFRS 17 Insurance Contracts (continued)***

The Standard is effective for annual reporting periods beginning on or after 1 January 2021, with early application permitted. It is applied retrospectively unless impracticable, in which case the modified retrospective approach or the fair value approach is applied. An exposure draft Amendments to IFRS 17 addresses concerns and implementation challenges that were identified after IFRS 17 was published. One of the main changes proposed is the deferral of the date of initial application of IFRS 17 by one year to annual periods beginning on or after 1 January 2022.

For the purpose of the transition requirements, the date of initial application is the start if the annual reporting period in which the entity first applies the Standard, and the transition date is the beginning of the period immediately preceding the date of initial application.

• ***IFRS 10 and IAS 28 (amendments) Sale or Contribution of Assets between an Investor and its Associate or Joint Venture***

The amendments to IFRS 10 and IAS 28 deal with situations where there is a sale or contribution of assets between an investor and its associate or joint venture. Specifically, the amendments state that gains or losses resulting from the loss of control of a subsidiary that does not contain a business in a transaction with an associate or a joint venture that is accounted for using the equity method, are recognised in the parent's profit or loss only to the extent of the unrelated investors' interests in that associate or joint venture. Similarly, gains and losses resulting from the remeasurement of investments retained in any former subsidiary (that has become an associate or a joint venture that is accounted for using the equity method) to fair value are recognised in the former parent's profit or loss only to the extent of the unrelated investors' interests in the new associate or joint venture. The effective date of the amendments has yet to be set by the IASB; however, earlier application of the amendments is permitted.

3. Accounting policies (continued)

(t) Changes in accounting policies (continued)

Standards, amendments and Interpretations to existing Standards that are not yet effective and have not been adopted early by the Company (continued)

• Definition of a Business (Amendments to IFRS 3)

The amendments clarify that while businesses usually have outputs, outputs are not required for an integrated set of activities and assets to qualify as a business. To be considered a business an acquired set of activities and assets must include, at a minimum, an input and a substantive process that together significantly contribute to the ability to create outputs. Additional guidance is provided that helps to determine whether a substantive process has been acquired. The amendments introduce an optional concentration test that permits a simplified assessment of whether an acquired set of activities and assets is not a business. Under the optional concentration test, the acquired set of activities and assets is not a business if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar assets.

The amendments are applied prospectively to all business combinations and asset acquisitions for which the acquisition date is on or after the first annual reporting period beginning on or after 1 January 2020, with early application permitted.

• Definition of Material (Amendments to IAS 1 and IAS 8)

The amendments are intended to make the definition of material in IAS 1 easier to understand and are not intended to alter the underlying concept of materiality in IFRS Standards. The concept of 'obscuring' material information with immaterial information has been included as part of the new definition. The threshold for materiality influencing users has been changed from 'could influence' to 'could reasonably be expected to influence'.

The definition of material in IAS 8 has been replaced by a reference to the definition of material in IAS 1. In addition, the IASB amended other Standards and the Conceptual Framework that contain a definition of material or refer to the term 'material' to ensure consistency.

The amendments are applied prospectively for annual periods beginning on or after 1 January 2020, with earlier application permitted.

3. Accounting policies (continued)

(t) Changes in accounting policies (continued)

Standards, amendments and Interpretations to existing Standards that are not yet effective and have not been adopted early by the Company (continued)

• Conceptual Framework for Financial Reporting

Together with the revised Conceptual Framework, which became effective upon publication on 29 March 2018, the IASB has also issued Amendments to References to the Conceptual Framework in IFRS Standards. The document contains amendments to IFRS 2, IFRS 3, IFRS 6, IFRS 14, IAS 1, IAS 8, IAS 34, IAS 37, IAS 38, IFRIC 12, IFRIC 19, IFRIC 20, IFRIC 22, and SIC-32. Not all amendments, however, update those pronouncements with regard to references to and quotes from the framework so that they refer to the revised Conceptual Framework. Some pronouncements are only updated to indicate which version of the Framework they are referencing to (the IASC Framework adopted by the IASB in 2001, the IASB Framework of 2010, or the new revised Framework of 2018) or to indicate that definitions in the Standard have not been updated with the new definitions developed in the revised Conceptual Framework. The amendments, where they actually are updates, are effective for annual periods beginning on or after 1 January 2020, with early application permitted.

4. Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group and the Company make estimates and assumptions concerning the future. The future accounting estimates will by definition, seldom equal to the actual results.

Where applicable, the notes to the financial statements set out areas where management has applied a higher degree of judgement that have a significant effect on the amounts recognised in the financial statements, or estimations and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Determination of functional currency

The determination of the functional currency of the Group and the Company is critical since recording transaction and exchange differences arising therefrom are dependent on the functional currency selected. The directors have considered these factors and have determined that the functional currency of the Group and the Company is USD.

Going concern

The Group's and the Company's management has made an assessment of the Group's and the Company's ability to continue as a going concern and is satisfied that the Group and the Company have the resources to continue in business for the foreseeable future. Furthermore, the management is not aware of any material uncertainties that may cast significant doubt upon the Group's and the Company's ability to continue as a going concern. Therefore, the financial statements continue to be prepared on a going concern basis.

5. Taxation

The Company

Income tax

The Company is liable to pay tax in Mauritius on its chargeable income at the rate of 15%. As a holder of a Category 1 Global Business Licence, it is entitled to a credit in respect of foreign tax equivalent to the higher of actual foreign tax suffered or a deemed credit equivalent to 80% of the Mauritius income tax liability on foreign source income. The maximum effective tax rate is 3%.

Gains or profits arising from sale of units or securities are tax-exempt in the hands of the Company in Mauritius. Dividends and redemption proceeds paid by the Company to its shareholders do not attract withholding tax.

The foregoing is based on the taxation laws and practices currently in force in Mauritius and may be subject to change.

At 31 March 2020, the Company had tax liability of **USD4,060** (2019: tax liability of USD10,826).

The Company does not have a deferred tax asset during the year under review (2019: USDNil).

The reconciliation between the actual tax expense and the tax calculated at the applicable rate of 15% for the year under review is as follows:

	2020	2019
	USD	USD
Profit before taxation	**1,116,957**	360,851
Tax at the rate of 15%	**167,544**	54,128
Tax effect of:		
Non allowable expense	**2,991**	
Exempt income	**(93,411)**	-
	77,124	54,128
Tax credit of 80%	**(61,699)**	(43,302)
Tax charge	**15,425**	10,826
Tax liability		
At beginning of the year	**10,826**	7,306
Charge for the year	**15,425**	10,826
Tax paid during the year	**(22,191)**	(7,306)
At end of the year	**4,060**	10,826

5. Taxation (continued)

The Subsidiary

Income tax

	2020	2019
	USD	USD
(Credit)/charge for the year	**-**	(63)

Tax liability

At end of the year	**-**	-

6. Investment in subsidiary company

	The Company	
	2020	2019
	USD	USD
At beginning and end of the year	**1,875,340**	1,875,340

The details of the investment in subsidiary company are as follows:

Name of subsidiary companies	Country of incorporation	% holding	Cost		Fair values	
			2020	2019	**2020**	2019
			USD	USD	**USD**	USD
Certus Investment and Trading (S) Private Limited	Singapore	100	**1,875,340**	1,875,340	**1,875,340**	1,875,340
Proteus Petrochemicals Private Limited	Singapore	-	**-**	300,000	**-**	-
			1,875,340	2,175,339	**1,875,340**	1,875,340

(i) The directors are of opinion that there is no impairment on the value of the investment of Certus Investment and Trading (S) Private Limited as at 31 March 2020 and that its cost approximates at least its fair value.

(ii) Proteus Petrochemicals Private Limited has wound up its operations during the year under review.

7. Advances and prepayments

	The Group		The Company	
	2020	2019	**2020**	2019
	USD	USD	**USD**	USD
Prepayments	**5,915**	9,053	**2,437**	2,188
Advance to subsidiary company (see note 12 (i))	**-**	-	**13,500,000**	-
Advance to ultimate holding company (see note 12 (ii))	**2,219**	16,050	**-**	-
Interest receivable on fixed deposit	**2,031**	-	**1,088**	-
	10,165	25,103	**13,503,525**	2,188

8. Stated capital

	The Company	
	2020	2019
	USD	USD
Issued and fully paid with no par value		
204,190 ordinary shares of USD100 each	**20,419,000**	20,419,000

The ordinary shares carry:

(a) the right to one vote on a poll at a meeting of the Company on any resolution;
(b) the right to an equal share in dividends authorised by the Board; and
(c) the right to an equal share in the distribution of the surplus assets of the Company.

9. Payable and accruals

	The Group		The Company	
	2020	2019	**2020**	2019
	USD	USD	**USD**	USD
Payable to shareholder (see note 12	**-**	13,831	**-**	13,831
Accruals	**13,670**	14,477	**7,468**	3,055
	13,670	28,308	**7,468**	16,886

10. Interest income

Interest income consists of interest received on advance receivable from subsidiary and fixed deposit amounting to USD531,123 and USD23,619 respectively.

11. Distribution income

The distribution income consists of the proceeds obtained from Proteus Petrochemicals Private Limited ("former subsidiary company") upon its winding up.

12. Related party transactions

(i) Advance to subsidiary company

	The Company	
	2020	2019
	USD	USD
Receivable from Certus Investment and Trading (S) Private Limited		
At beginning of the year	**-**	5,000
Advanced during the year	**13,500,000**	13,500,000
Payment received during the year	**-**	(13,505,000)
At end of the year	**13,500,000**	-

- The advance to Certus Investment and Trading (S) Private Limited amounting to USD13,500,000 is unsecured, bears interest at the rate of 4% per annum and has been rolled over up to 31 March 2021. Interest income for the year 2020 amounted to **USD531,123** (2019: USD385,104).

- During the year under review, Certus Investment and Trading (S) Private Limited had repaid **USD531,123** as interest on the advance provided.

(ii) Advance to ultimate holding company

	The Group	
	2020	2019
	USD	USD
At beginning of the year	**16,050**	16,050
Payment received during the year	**(13,831)**	-
At end of the year	**2,219**	16,050

The advance to Tamilnadu Petroproducts Limited is unsecured, interest free and receivable on demand.

CERTUS INVESTMENT & TRADING LIMITED AND ITS SUBSIDIARY

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2020

12. Related party transactions (continued)

(iii) Payable to shareholder

	The Group and Company	
	2020	2019
	USD	USD
At beginning of the year	**13,831**	13,831
Repaid during the year	**(13,831)**	-
At end of the year	**-**	13,831

The payable to shareholder is unsecured, interest free and repayable on demand.

13. Holding and ultimate holding company

The Company is wholly owned by Tamilnadu Petroproducts Limited, a company incorporated in India and regarded by the directors as being its ultimate holding company.

14. Financial instruments and associated risks

(a) Fair values

The carrying amounts of the financial assets and liabilities approximate their fair values.

The following table sets out the fair value of the financial instruments:

2020	**The Group**		**The Company**	
	At amortised cost	**Total carrying amounts**	**At amortised cost**	**Total carrying amounts**
	USD	**USD**	**USD**	**USD**
Financial assets				
Advances	**2,219**	**2,219**	**13,500,000**	**13,500,000**
Interest receivable on fixed	**2,031**	**2,031**	**1,088**	**1,088**
Cash and cash equivalents	**16,906,222**	**16,906,222**	**1,902,810**	**1,902,810**
	16,910,472	**16,910,472**	**15,403,898**	**15,403,898**
Financial liability				
Payable and accruals	**13,670**	**13,670**	**7,468**	**7,468**

14. Financial instruments and associated risks (continued)

(a) Fair values (continued)

2019	The Group		The Company	
	At amortised cost	Total carrying amounts	At amortised cost	Total carrying amounts
	USD	USD	USD	USD
Financial assets				
Advances	16,050	16,050	-	-
Cash and cash equivalents	16,354,946	16,354,946	14,318,799	14,318,799
	16,370,996	16,370,996	14,318,799	14,318,799
Financial liabilities				
Payable to shareholder	13,831	13,831	13,831	13,831
Payable and accruals	14,477	14,477	3,055	3,055
	28,308	28,308	16,886	16,886

(b) Currency profile

The currency profile of the Group's and the Company's financial assets and liabilities is summarised as follows:

The Group

	2020		2019	
	Financial assets	**Financial liabilities**	Financial assets	Financial liabilities
	USD	**USD**	USD	USD
United States Dollars	**16,910,472**	**13,670**	16,370,996	28,308

The Company

	2020		2019	
	Financial assets	**Financial liabilities**	Financial assets	Financial liabilities
	USD	**USD**	USD	USD
United States Dollars	**15,403,898**	**7,468**	14,318,799	16,886

(c) Foreign currency risk

Foreign currency risk occurs on transactions that are denominated in currencies other than the functional currency of the Group and the Company.

14. Financial instruments and associated risks (continued)

(c) Foreign currency risk (continued)

Transactions and balances of the Group and the Company are mainly denominated in United States Dollars. Hence, the Group and the Company do not face any significant exposure to foreign currency risk. The Group and the Company do not use any derivative financial instruments to hedge this risk.

(d) Credit risk

Credit risk is the potential financial loss resulting from the customer defaulting on its contractual obligations to the Group and the Company. Credit risk is managed through the application of credit approvals, credit limits and monitoring procedures. The Group and the Company maintains an allowance for doubtful debts based upon the recoverability of all accounts receivables and the customers' financial conditions. There were no significant

The Group and the Company place their cash and cash equivalents with creditworthy financial institutions.

The Group's and the Company's maximum exposure to credit risk is represented by the carrying amount of financial assets recorded in the financial statements, net of each allowances of losses.

The Group and the Company allocate each exposure to a credit risk based on data that is determined to be predictive of the risk of loss and applying experienced credit judgement. From past experience, there is no evidence of an increase in credit risk since origination of the financial asset, including no history or current default on the advance to subsidiary company and bank. As such, no provision has been made for expected credit loss, as it is immaterial.

(e) Interest rate risk

Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the value of a financial instrument will fluctuate because of changes in market interest rates.

The Group and the Company hold fixed interest bearing securities and cash. Interest rate movements may affect the level of income receivable on cash deposits and cash equivalents. Interest income from cash deposits may fluctuate in amount, in particular due to changes in the interest rates. However, the interest rate risk of the Group and the Company would be insignificant on their cash at bank as at 31 March 2020. The interest on the interest bearing income securities is fixed and as a result, the Group and the Company are not subject to the risk due to fluctuation in the prevailing levels of market interest rates. For the reasons set out above, this does not expose the Group and the Company to significant risk.

14. Financial instruments and associated risks (continued)

(f) Liquidity risk

The Group and the Company actively manage their debt maturity profile, operating cash flows and the availability of funding so as to ensure that all financing, repayments and funding needs are met. As part of its overall prudent liquidity management, the Group and the Company maintain sufficient equity funds to finance its operations.

(g) Political, economic and social risks

Political, economic and social factors, changes in countries' laws, regulations and the status of those countries' relations with other countries may adversely affect the value of the Group's and the Company's assets.

(h) Capital risk management

The Group's and the Company's objectives when managing capital are to safeguard the Group's and the Company's ability to continue as a going concern in order to provide returns to its shareholder. In order to maintain or adjust the capital structure, the Group and the Company may adjust the amount of dividends paid to its shareholder, buy back shares or issue new shares.

15. Significant events

Following the spread of Coronavirus, on March 11, 2020, the World Health Organisation declared the COVID-19 outbreak to be a pandemic. There are meaningful direct and indirect effects developing with companies across multiple industries and the world. As at the date of this report, it is not possible to reliably estimate the financial effect (if any) of the virus on the Group's and the Company's operations.

Director's Statement and
Audited Financial Statements

Certus Investment and Trading (S) Private Limited

(Co. Reg. No. 200414622K)

For the year ended 31 March 2020

Certus Investment and Trading (S) Private Limited
(Co. Reg. No. 200414622K)

General Information

Director

Krishnamurthy Sekar

Secretary

Ng Chee Tiong

Independent Auditor

Sashi Kala Devi Associates

Contents	**Page**

Director's Statement

The director is pleased to present the statement to the member together with the audited financial statements of Certus Investment and Trading (S) Private Limited (the "Company") for the financial year ended 31 March 2020.

1. OPINION OF THE DIRECTOR

In the opinion of the director,

(a) the accompanying financial statements are drawn up so as to give a true and fair view of the financial position of the Company as at 31 March 2020 and of the financial performance, changes in equity and cash flows of the Company for the year ended on that date; and

(b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

2. DIRECTOR

The director of the Company in office at the date of this statement is:

Krishnamurthy Sekar

3. ARRANGEMENTS TO ENABLE DIRECTOR TO ACQUIRE SHARES AND DEBENTURES

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose object is to enable the director of the Company to acquire benefits by means of the acquisition of shares or debentures in the Company or any other body corporate.

4. DIRECTOR'S INTERESTS IN SHARES AND DEBENTURES

No director who held office at the end of the financial year had interests in shares, share options, warrants or debentures of the Company, or of its related corporations, either at the beginning of the financial year or end of the financial year.

5. OPTIONS TO TAKE UP UNISSUED SHARES

During the financial year, no option to take up unissued shares of the Company was granted.

6. OPTIONS EXERCISED

During the financial year, there were no shares of the Company issued by virtue of the exercise of options to take up unissued shares.

7. UNISSUED SHARES UNDER OPTION

At the end of the financial year, there were no unissued shares of the Company under option.

8. INDEPENDENT AUDITOR

The independent auditor, Sashi Kala Devi Associates, has expressed its willingness to accept reappointment as auditor.

Krishnamurthy Sekar
Director

Singapore
13 April 2020

Independent Auditor's Report
to the member of Certus Investment and Trading (S) Private Limited
(Co. Reg. No. 200414622K)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Certus Investment and Trading (S) Private Limited (the "Company"), which comprise the statement of financial position as at 31 March 2020, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements are properly drawn up in accordance with the provisions of the Companies Act, Chapter 50 (the "Act") and Financial Reporting Standards in Singapore (FRSs) so as to give a true and fair view of the financial position of the Company as at 31 March 2020 and of the financial performance, changes in equity and cash flows of the Company for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing (SSAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Accounting and Corporate Regulatory Authority (ACRA) Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities (ACRA Code) together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

Management is responsible for the other information. The other information comprises the Director's Statement but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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Independent Auditor's Report
to the member of Certus Investment and Trading (S) Private Limited – continued
(Co. Reg. No. 200414622K)

Responsibilities of Management and Director for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and FRSs, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The director's responsibilities include overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

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Independent Auditor's Report
to the member of Certus Investment and Trading (S) Private Limited – continued
(Co. Reg. No. 200414622K)

Auditor's Responsibilities for the Audit of the Financial Statements (continued)

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the director regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

Sashi Kala Devi Associates
Public Accountants and
Chartered Accountants

Singapore
13 April 2020

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Certus Investment and Trading (S) Private Limited
(Co. Reg. No. 200414622K)

Statement of Financial Position as at 31 March 2020

	Note	2020 US$	2019 US$
Current assets			
Prepayments		3,478	3,448
Amount due from ultimate holding company	4	2,219	16,050
Cash and cash equivalents	5	15,004,355	1,428,631
		15,010,052	1,448,129
Current liabilities			
Accrued liabilities		6,536	5,740
Amount due to immediate holding company	6	13,499,666	–
		13,506,202	5,740
Net current assets		1,503,850	1,442,389
Non-current liability			
Deferred taxation	7	–	–
Net assets		1,503,850	1,442,389
Equity attributable to owner of the Company			
Share capital	8	1,875,340	1,875,340
Accumulated losses		(371,490)	(432,951)
Total equity		1,503,850	1,442,389

The accompanying notes form an integral part of the financial statements.

Certus Investment and Trading (S) Private Limited
(Co. Reg. No. 200414622K)

Statement of Comprehensive Income for the financial year ended 31 March 2020

	Note	2020 US$	2019 US$
Revenue		–	–
Other income	9	608,625	439,790
Administrative expenses		(12,022)	(14,293)
Finance cost	10	(531,123)	(385,104)
Other charge		(4,019)	–
Profit before tax		61,461	40,393
Income tax credit	11	–	63
Profit after tax		61,461	40,456
Other comprehensive income		–	–
Total comprehensive income for the year		61,461	40,456

Statement of Changes in Equity for the financial year ended 31 March 2020

	Share capital US$	Accumulated losses US$	Total US$
Balance at 1 April 2018	1,875,340	(473,407)	1,401,933
Total comprehensive income for the year	–	40,456	40,456
Balance at 31 March 2019	1,875,340	(432,951)	1,442,389
Total comprehensive income for the year	–	61,461	61,461
Balance at 31 March 2020	1,875,340	(371,490)	1,503,850

The accompanying notes form an integral part of the financial statements.

Certus Investment and Trading (S) Private Limited
(Co. Reg. No. 200414622K)

Statement of Cash Flows for the financial year ended 31 March 2020

	2020 US$	2019 US$
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	61,461	40,393
Adjustments for:		
Interest income from loan to a third party	(608,625)	(439,790)
Interest expense on loan from immediate holding company	531,123	385,104
Operating loss before working capital changes	(16,041)	(14,293)
Increase in prepayments	(30)	(632)
Increase/(decrease) in accrued liabilities	796	(36,275)
Cash used in operations	(15,275)	(51,200)
Interest received	608,625	439,790
Interest paid	(531,123)	(385,104)
Net cash flows from operating activities	62,227	3,486
CASH FLOWS FROM FINANCING ACTIVITIES		
Decrease in amount due from ultimate holding company	13,831	–
Increase/(decrease) in amount due to immediate holding company	13,499,666	(5,000)
Net cash flows from/(used in) financing activities	13,513,497	(5,000)
Net increase/(decrease) in cash and cash equivalents	13,575,724	(1,514)
Cash and cash equivalents at beginning of year	1,428,631	1,430,145
Cash and cash equivalents at end of year	15,004,355	1,428,631

The accompanying notes form an integral part of the financial statements.

These notes are an integral part of and should be read in conjunction with the accompanying financial statements.

1. CORPORATE INFORMATION

The Company is a private company limited by shares, incorporated and domiciled in Singapore. Its immediate holding company is Certus Investment & Trading Limited, a company incorporated in Mauritius. Its ultimate holding company is Tamilnadu Petroproducts Limited, a company incorporated in India.

The registered office of the Company is located at 31 Cantonment Road Singapore 089747. Its principal place of business is located at 8 Temasek Boulevard #17-03 Suntec Tower 3 Singapore 038988.

The principal activities of the Company are other holding companies. The Company has remained dormant during the financial year.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) *Basis of preparation*

The financial statements have been prepared in accordance with Singapore Financial Reporting Standards (FRS).

The financial statements have been prepared on a historical cost basis except where otherwise described in the accounting policies below.

The financial statements are presented in United States Dollar (USD or US$) and all values are rounded to the nearest one-dollar unless otherwise stated.

The accounting policies adopted are consistent with those used in the previous financial year except in current financial year, the Company has adopted all applicable new and revised standards and Interpretations of FRS ("INT FRS") that are relevant to its operations and effective for the current financial year. The adoption of these standards and INT FRS did not have any material effect on the financial position or performance of the Company.

Standards issued but not yet effective

The Company has not adopted the following standards and interpretations that are potentially relevant to the Company that has been issued but not yet effective:

	Effective date (Annual periods beginning on or after)
Amendments to FRS 1 and FRS 8: *Definition of Material*	1 January 2020
Amendments to FRS 109, FRS 39 and FRS 107: *Interest Rate Benchmark Reform*	1 January 2020
Amendments to References to the Conceptual Framework in FRS Standards, illustrative examples, implementation guidance and FRS Practice Statements	1 January 2020
Revised Conceptual Framework	1 January 2020

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(a) *Basis of preparation* (continued)

The director expects that the adoption of the standards and interpretations above will have no material impact on the financial statements in the period of initial application.

(b) *Functional and foreign currency*

The management has determined the currency of the primary economic environment in which the Company operates i.e. functional currency, to be USD.

Foreign currency transactions

Transactions in foreign currencies are measured in USD and are recorded on initial recognition at exchange rates approximating those ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are re-translated to the functional currency at the rate of exchange ruling at the end of the reporting period. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of initial recognition. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the end of the reporting period are recognised in profit or loss.

(c) *Financial instruments*

(i) *Financial assets*

Initial recognition and measurement

Financial assets are recognised when, and only when the entity becomes party to the contractual provisions of the instruments.

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Subsequent measurement

Investments in debt instruments

Subsequent measurement of debt instruments depends on the business model for managing the asset and the contractual cash flow characteristics of the asset. The three measurement categories for classification of debt instruments are:

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(c) *Financial instruments (continued)*

(i) *Financial assets (continued)*

Subsequent measurement (continued)

<u>*Investments in debt instruments*</u> *(continued)*

- *Amortised cost*

  Financial assets that are held for the collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Financial assets are measured at amortised cost using the effective interest method, less impairment. Gains and losses are recognised in profit or loss when the assets are derecognised or impaired, and through amortisation process.

- *Fair value through other comprehensive income (FVOCI)*

  Financial assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Financial assets measured at FVOCI are subsequently measured at fair value. Any gains or losses from changes in fair value of the financial assets are recognised in other comprehensive income, except for impairment losses, foreign exchange gains and losses and interest calculated using the effective interest method are recognised in profit or loss. The cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment when the financial asset is de-recognised.

- *Fair value through profit or loss*

  Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt instruments that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss in the period in which it arises.

De-recognition

A financial asset is de-recognised where the contractual right to receive cash flows from the asset has expired. On de-recognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognised in other comprehensive income for debt instruments is recognised in profit or loss.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(c) *Financial instruments (continued)*

(ii) *Financial liabilities*

Initial recognition and measurement

Financial liabilities are recognised when, and only when, the Company becomes a party to the contractual provisions of the financial instrument. The Company determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognised initially at fair value plus in the case of financial liabilities not at fair value through profit or loss, directly attributable transaction costs.

Subsequent measurement

After initial recognition, financial liabilities that are not carried at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

De-recognition

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. On de-recognition, the difference between the carrying amounts and the consideration paid is recognised in profit or loss.

(d) *Impairment of financial assets*

The Company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss and financial guarantee contracts. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(d) *Impairment of financial assets (continued)*

The Company considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

(i) significant financial difficulty of the issuer or the borrower;
(ii) a breach of contract, such as a default or past due event;
(iii) the lender(s) of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider;
(iv) it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation; or
(v) the disappearance of an active market for that financial asset because of financial difficulties.

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the procedures for recovery of amounts due.

(e) *Cash and cash equivalents*

Cash and cash equivalents comprise cash at bank.

(f) *Other payables*

Other payables are non-interest bearing and have an average term of six months.

(g) *Provisions*

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, and when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount of the obligation can be estimated reliably.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(g) *Provisions (continued)*

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

(h) *Revenue*

Revenue is measured based on the consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Revenue is recognised when the Company satisfies a performance obligation by transferring a promised good or service to the customer, which is when the customer obtains control of the good or service. A performance obligation may be satisfied at a point in time or over time. The amount of revenue recognised is the amount allocated to the satisfied performance obligation.

Interest income

Interest income is recognised using the effective interest method.

(i) *Taxes*

(i) *Current income tax*

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the end of the reporting period.

Current income taxes are recognised in the profit or loss except to the extent that tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

(ii) *Deferred tax*

Deferred tax is provided using the liability method on temporary differences at the end of the reporting period between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all temporary differences.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(i) *Taxes (continued)*

(ii) *Deferred tax (continued)*

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured using the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the end of the reporting period.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current income tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

(j) *Related parties*

A related party is defined as follows:

(a) A person or a close member of that person's family is related to the Company if that person:
   - (i) Has control or joint control over the Company;
   - (ii) Has significant influence over the Company; or
   - (iii) Is a member of the key management personnel of the Company or of a parent of the Company.

(b) An entity is related to the Company if any of the following conditions applies:
   - (i) The entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others);
   - (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member);
   - (iii) Both entities are joint ventures of the same third party;
   - (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity;

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(j) *Related parties (continued)*

(b) An entity is related to the Company if any of the following conditions applies (continued):

(v) The entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company. If the Company is itself such a plan, the sponsoring employers are also related to the Company;

(vi) The entity is controlled or jointly controlled by a person identified in (a);

(vii) A person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity);

(viii) The entity or any member of a group of which it is a part, provides key management personnel services to the Company or to the parent of the Company.

3. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenue, expenses, assets, liabilities, and the disclosure of contingent liabilities at the end of each reporting period. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in the future periods.

- *Key sources of estimation uncertainty*

  There were no material key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial period.

- *Judgement made in applying accounting policies*

  There were no material judgements made by the management in the process of applying the Company's accounting policies that have the most significant effect on the amounts recognised in the financial statements.

4. AMOUNT DUE FROM ULTIMATE HOLDING COMPANY

The amount due is non-trade-related, unsecured, interest-free, and repayable upon demand and is to be settled in cash.

5. CASH AND CASH EQUIVALENTS

Cash and cash equivalents denominated in foreign currency as at 31 March are as follows:

	2020	**2019**
	US$	US$
Singapore Dollar	33,378	44,465

6. AMOUNT DUE TO IMMEDIATE HOLDING COMPANY

The amount due is non-trade related, unsecured, bears interest rate at 4% per annum and repayable upon demand and is to be settled in cash.

7. DEFERRED TAXATION

	2020 US$	**2019** US$
Deferred tax asset:		
Tax losses carried forward	3,516	14,554
Deferred tax asset on temporary differences not recognised	(3,516)	(14,554)
Total deferred tax asset	–	–

The Company has unabsorbed tax losses of approximately US$20,700 (2019: US$85,600) that are available for offset against future taxable profits of the Company in which the losses arose for which no deferred tax asset is recognised due to uncertainty of its recoverability. The use of these tax losses is subject to the agreement with the Income Tax Authority.

8. SHARE CAPITAL

	2020		**2019**	
	Number of shares	US$	Number of shares	US$
Issued and fully paid:				
Ordinary shares	1,916,642	1,875,340	1,916,642	1,875,340

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares have no par value and carry one vote per share without restrictions.

9. OTHER INCOME

	2020 US$	**2019** US$
Interest income from loan to a third party	608,625	439,790

10. FINANCE COST

Interest expense on loan from immediate holding company	531,123	385,104

11. INCOME TAX CREDIT

(i) *Major components of income tax credit*

The major components of income tax credit for the years ended 31 March 2020 and 2019 are:

	2020	**2019**
	US$	US$
Statement of comprehensive income:		
Current income tax		
- Over provision in respect of prior years	–	(63)

(ii) *Relationship between tax expense and accounting profit*

A reconciliation between the tax expense and the product of accounting profit multiplied by the applicable tax rate for the years ended 31 March 2020 and 2019 are as follows:

Profit before tax	61,461	40,393
Tax expense on profit before tax at 17%	10,448	6,867
Adjustments:		
Utilisation of deferred tax assets previously not recognised	(10,448)	(6,867)
Over provision in respect of prior years	–	(63)
Total tax credit	–	(63)

12. RELATED PARTY DISCLOSURES

In additions to related party information disclosed elsewhere in the financial statements, the following significant transactions between the Company and its related parties that took place at terms agreed between the parties during the financial year:

Significant related party transactions

Ultimate holding company		
Expenses paid on behalf by	13,831	–
Immediate holding company		
Expenses paid on behalf of	334	–
Interest expense on loan from	531,123	385,104
Loan from	13,500,000	13,500,000

13. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company is exposed to financial risks arising from its operations and the use of financial instruments. The key financial risks include interest rate risk, foreign currency risk, credit risk and liquidity risk. The Company's risk management policies focus on the unpredictability of financial markets and seek to, where appropriate, minimise potential adverse effects on the financial performance of the Company. The Company does not have any written financial risk management policies and guidelines and there has been no change to the Company's exposure to these financial risks or the manner in which it manages and measures the risks.

The following sections provide details regarding the Company's exposure to the financial risks associated with financial instruments held in the ordinary course of business and the objectives, policies and processes for the management of these risks.

(i) *Interest rate risk*

Interest rate risk is the risk that the fair value or future cash flows of the Company and the Company's financial instruments will fluctuate because of changes in market interest rates. The Company's exposure to interest rate risk arises primarily from their loans and borrowings, and advances to a third party.

The Company's policy is to manage its interest cost using a mix of fixed and variable rate debts as well as by rolling over its borrowings on a short-term basis.

No sensitivity analysis is prepared as the Company does not expect any material effect on the Company's profit or loss and equity arising from the effects of reasonably possible changes to interest rates on interest bearing financial instruments as at the end of the reporting period.

(ii) *Foreign currency risk*

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. Currency risk arises when transactions are denominated in foreign currencies.

The Company is exposed to movements in foreign currency exchange rates arising from cash and cash equivalents and payables, primarily with respect to Singapore Dollar (SGD). However, the Company does not use any financial derivatives such as foreign currency forward contracts, foreign currency options or swaps for hedging purposes.

Sensitivity analysis for foreign currency risk

As at 31 March 2020 and 2019, the foreign currencies exposure is not significant and the foreign exchange sensitivity analysis is not prepared.

(iii) *Credit risk*

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligations. The Company's exposure to credit risk arises primarily from amount due from ultimate holding company. For cash and cash equivalents, the Company minimises credit risk by dealing exclusively with high credit rating counterparties.

13. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

(iv) ***Liquidity risk***

Liquidity risk is the risk that the Company will encounter difficulty in meeting financial obligations due to shortage of funds. The Company's exposure to liquidity risk arises primarily from possible mismatches of the maturities of financial assets and liabilities. The Company's objective is to maintain a level of cash to meet the obligations and commitments due to ensure cash efficiency whereby maximisation of cash flow position can be achieved.

The maturity profile of the Company's financial assets and liabilities as at the end of the reporting period based on contractual undiscounted repayment obligations is within one year.

14. CLASSIFICATION OF FINANCIAL ASSETS AND LIABILITIES

The following table summarises the carrying amounts of financial assets and liabilities recorded as at the end of the reporting year by FRS 109 categories:

	2020	**2019**
	US$	US$
Financial assets at amortised cost		
Amount due from ultimate holding company	2,219	16,050
Cash and cash equivalents	15,004,355	1,428,631
	15,006,574	1,444,681
Financial liabilities at amortised cost		
Accrued liabilities	6,536	5,740
Amount due to immediate holding company	13,499,666	–
	13,506,202	5,740

15. FAIR VALUE OF ASSETS AND LIABILITIES

The fair value of a financial instrument is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The carrying amounts of financial assets and liabilities are reasonable approximation of fair values, either due to their short-term nature or that they are floating rate instruments that are re-priced to market interest rates on or near the end of the reporting period.

The Company does not anticipate that the carrying amounts recorded as at the end of the reporting period would be significantly different from the values that would eventually be received or settled.

As at the end of the reporting period, the Company does not have any other financial instruments carried at fair value.

16. CAPITAL MANAGEMENT

The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholder value.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the years ended 31 March 2020 and 2019.

The Company is not subjected to externally imposed capital requirements.

17. EVENTS OCCURRING AFTER THE REPORTING PERIOD

On 1 April 2020, the Company entered into a loan agreement with a third party, PGP International Pte. Ltd. to lend a sum of US$14,770,000 at interest rate of 4.30% per annum. The loan shall be repaid on or before 31 March 2021.

On 1 April 2020, the Company entered into a loan agreement with its immediate holding company, Certus Investment & Trading Limited to borrow a sum of USD13,500,000 at interest rate of 4.00% per annum. The loan shall be repaid on or before 31 March 2021.

18. AUTHORISATION OF FINANCIAL STATEMENTS

The financial statements for the year ended 31 March 2020 were authorised for issue in accordance with a resolution of the director on 13 April 2020.